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"I will stand for my client's rights.  
I am a trial lawyer."  
-Ron Motley (1944-2013)

May 19, 2015

**VIA ECF**

The Honorable Jesse M. Furman  
United States District Court for the  
Southern District of New York  
Thurgood Marshall U.S. Courthouse  
40 Foley Square  
New York, N.Y. 10007

Re: *City of Providence et al. v. BATS Global Markets, Inc. et al.*,  
Civil Action No. 1:14-cv-02811-JMF (Consolidated)

Dear Judge Furman:

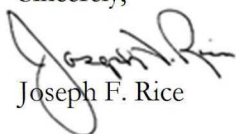
We write on behalf of Plaintiffs and Co-Lead Counsel in the above-referenced consolidated action. Pursuant to this Court's *Individual Rules and Practices in Civil Cases* 3(d), we respectfully request permission to submit a Sur-Reply memorandum of law, by no later than May 22, 2015, in the pending motions to dismiss. Defendants submitted their memorandum in support of their motions to dismiss on January 23, 2015, Plaintiffs submitted their response on March 24, 2015, and Defendants' replies were filed on May 8, 2015.

We make this request because the Exchange Defendants for the first time raised in their reply memorandum (and extensively cite to) an opinion by Judge Forrest issued on April 28, 2015, *Lanier v. BATS Exchange Inc.*, Nos. 14-cv-3745, -3865 and -3866, 2015 WL 1914446 (S.D.N.Y. Apr. 28, 2015). Plaintiffs request the opportunity to address this recent decision. Additionally, with respect to the Barclays Defendants, Plaintiffs wish to address an April 24, 2015 ruling by Judge Scheindlin, *Strougo v. Barclays PLC*, No. 14-cv-5797 (SAS), 2015 WL 1883201 (S.D.N.Y. Apr. 24, 2015), wherein the Court denied in part Barclays' motion to dismiss certain securities fraud claims related to public statements made concerning Barclays' LX dark pool. Lastly, Plaintiffs would like to very briefly address recent proceedings before the U.S. Securities and Exchange Commission concerning the same proprietary data feeds at issue in this consolidated action.

I will gladly make myself available should Your Honor require additional information.

As I am,

Sincerely,

  
Joseph F. Rice